

GREENBERG
ATTORNEYS AT LAW
TRAURIG

P98000034895

April 15, 1998

Via Federal Express

Florida Department of State
409 East Gaines Street
Tallahassee, Florida 32399

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR 16 PM 3:06

800002491200-6
-04/17/98-080041106
***122.50 ***122.50

Re: Filing of Articles of Incorporation - STRATEGIC ACQUISITION VENTURES, INC.

To the Florida Department of State:

Enclosed please find one manually executed and one photo copy of the articles of incorporation for the above reference entity. Also, enclosed please find a check in the amount of \$122.50 to cover the cost of filing fees, registered agent and certified copy. Please file immediately with the State and return a certified copy to the Greenberg Traurig box located in your office, attention Michelle Beal.

Thank you for your assistance with this matter. Please contact me if you have any questions at (407) 418-2430.

Very truly yours,



Michele Turton
Paralegal

RECEIVED
98 APR 16 AM 11:05
DIVISION OF CORPORATIONS

Encls.

cc: Todd Rumberger, Esq.

ORLANDO/TURTONM/40221/v19011.DOC/4/15/98

GREENBERG TRAURIG HOFFMAN LIPOFF ROSEN & QUENTEL, P.A.
P.O. Box 4923 ORLANDO, FLORIDA 32802-4923
407-420-1000 FAX 407-420-5909
111 NORTH ORANGE AVENUE 20TH FLOOR ORLANDO, FLORIDA 32801
MIAMI NEW YORK WASHINGTON, D.C. PHILADELPHIA SAO PAULO
FORT LAUDERDALE WEST PALM BEACH ORLANDO TALLAHASSEE

RP
04-16-98

**ARTICLES OF INCORPORATION
OF
STRATEGIC ACQUISITION VENTURES, INC.**

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ARTICLE I - NAME

The name of this corporation is **STRATEGIC ACQUISITION VENTURES, INC.**

ARTICLE II - INITIAL PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the initial principal place of business of the corporation is 101 Philippe Parkway, Suite 300, Safety Harbor, Florida 34695. The initial mailing address of the corporation is 101 Philippe Parkway, Suite 300, Safety Harbor, Florida 34695.

ARTICLE III - AUTHORIZED SHARES

The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is 5,000,000 shares of common stock having a par value of \$.0001 per share.

ARTICLE IV - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the corporation is 101 Philippe Parkway, Suite 300, Safety Harbor, Florida 34695, and the initial registered agent of the corporation at that address is Rip Leonard.

ARTICLE V - INCORPORATOR

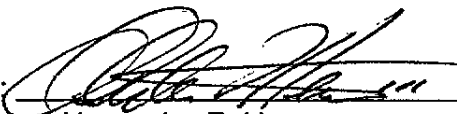
The name and address of the incorporator is as follows:

<u>Name</u>	<u>Address</u>
Alexander F. Hern	101 Philippe Parkway, Suite 300 Safety Harbor, FL 34695

ARTICLE VI - INDEMNIFICATION

The corporation shall, to the fullest extent permitted by the laws of Florida, including, but not limited to Section 607.0850 of the Florida Business Corporation Act, as the same may be amended and supplemented from time to time, indemnify any and all directors and officers of the corporation.

IN WITNESS WHEREOF, the undersigned does hereby execute this instrument
this ~~14th~~ day of April, 1998.

By: 
Alexander F. Hern
Incorporator

**FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Section 48.091 and Section 607.0501, Florida Statutes, the following is submitted:

That **STRATEGIC ACQUISITION VENTURES, INC.** desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at 101 Philippe Parkway, Suite 300, Safety Harbor, Florida 34695, has named Rip Leonard as its agent to accept service within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the Corporation named above, at the place designated in this certificate, I agree to act in that capacity and to comply with the provisions of the Florida Business Corporation Act, relative to the proper and complete performance of my duties as registered agent.

Date: 4-14-98, 1998


Rip Leonard, Registered Agent

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